

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

SECURITIES AND EXCHANGE COMMISSION,

Plaintiff,

V.

Case No.: 3:09-cv-0298-N

**STANFORD INTERNATIONAL BANK, LTD.,
STANFORD GROUP COMPANY,
STANFORD CAPITAL MANAGEMENT, LLC,
R. ALLEN STANFORD, JAMES M. DAVIS, and
LAURA PENDERGEST-HOLT,**

Defendants,

and

**STANFORD FINANCIAL GROUP, and
THE STANFORD FINANCIAL GROUP BLDG INC.,**

Relief Defendants.

**PLAINTIFF’S REPLY TO STANFORD’S OPPOSITION TO MOTION FOR LEAVE TO
FILE AN AMENDED COMPLAINT**

There is no basis to deny the Commission's request to amend its complaint. As Stanford admits, a party should be afforded an opportunity to amend a pleading so long as there is no apparent undue delay, bad faith or dilatory motive on the part of the movant, repeated failure to cure deficiencies by amendments previously allowed, or undue prejudice. *See, e.g., Martin's Herend Imports, Inc. v. Diamond & Gem Trading United States of America Co.*, 195 F.3d 765, 770 (5th Cir. 1999); *Dussouy v. Gulf Coast Investment Corp.*, 660 F.2d 594, 597-98 (5th Cir. 1981) (unless there is a substantial reason to deny leave to amend, the discretion of the district court is not broad enough to permit denial).

Although Stanford makes a cursory attempt to impose burdens that do not exist and makes baseless accusations, he points to no undue delay, bad faith or dilatory motive with regard to the motion for leave to amend. Nor could he, for the reasons explained in the Commission's motion.

For these reasons and those set out in the Commission's initial motion and supporting memorandum of law, the Commission respectfully requests that the Court grant the Commission's motion for leave to file an amended complaint.

Dated: July 24, 2009

Respectfully submitted,

s/ David B. Reece

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CERTIFICATE OF SERVICE

I hereby certify that on July 24, 2009, I electronically filed the foregoing document with the Clerk of the court for the Northern District of Texas, Dallas Division, by using the CM/ECF system which will send notification of such filing to all CM/ECF participants and counsel of record.

s/ David B. Reece